

**IN THE UNITED STATES DISTRICT COURT
FOR THE WESTERN DISTRICT OF TENNESSEE
WESTERN DIVISION**

Mary Doe as next friend of John Doe 1,)	
John Doe 2, and John and Jane Does 1-)	
100,)	
)	Case No. 2:22-cv-02657-JTF-tmp
Plaintiff,)	
)	
v.)	
)	
Varsity Brands, LLC; Varsity Spirit, LLC;)	
Varsity Brands Holding Company, Inc.;)	
U.S. All Star Federation, Inc. d/b/a U.S.)	
All Star Federation; USA Federation for)	
Sport Cheering d/b/a USA Cheer;)	
Charlesbank Capital Partners, LP; Bain)	
Capital, LP; Jeff Webb, individually;)	
Gym Studio Ops, LLC d/b/a Premier)	
Athletics; Susan Traylor; and Dominick)	
Frizzell,)	
)	
Defendants.)	
)	

JOINT STATUS CONFERENCE UPDATE

The Parties¹ respectfully file this updated status conference per the Court's request.

The Parties state as follows:

FACTUAL BACKGROUND

The Plaintiffs and all Defendants other than Dominick Frizzell and U.S. All Star Federation, Inc. d/b/a U.S. All Star Federation (USASF) have reached an agreement to settle this matter. There are two plaintiffs in the case. One plaintiff is a minor. The settling Parties are waiting on structure information from the third party structure company and

¹ Dominic Frizzell is not a signatory to this status update.

final guardianship approval of the parent for the minor plaintiff to finalize the settlement documents. The settling defendants and parents of the minor Plaintiff have been working cooperatively to complete the required documentation. Consummation of the settlement should result in dismissal with prejudice as to all Defendants other than Dominick Frizzell and USASF.

If the Court prefers, the Parties are happy to provide a more detailed overview of the information associated with the settlement, the current status of selecting appropriate structures, as well as the status of the filings required to proceed with settlement approval.

Date: April 1, 2024

Respectfully submitted,

s/ John Ray Clemons

John Ray Clemons (TN BPR No. 025907)
J. Michael Clemons (TN BPR No. 024362)
414 Union St., Suite 1900
Nashville, TN 37219
Telephone: (615) 823-1201
Facsimile: (615) 823-1194
Email: johnray@clemlawfirm.com
michael@clemlawfirm.com

Co-counsel for Plaintiffs

And by

Bakari T. Sellers (SC Fed. ID No. 11099)*
Joseph Preston Strom (SC Fed. ID No. 4354)*
Mario A. Pacella (SC Fed. ID No. 7538)*
Amy E. Willbanks (SC Fed. ID No. 13537)*
Jessica L. Fickling (SC Fed. ID No. 11403)*
Alexandra Benevento (SC Fed. ID No. 10734)*
6923 N. Trenholm Road, Suite 200

s/ M. Kimberly Hodges

M. Kimberly Hodges (TN Bar No. 020809)
OGLETREE, DEAKINS, NASH,
SMOAK & STEWART, P.C.
6410 Poplar Avenue, Suite 300
Memphis, TN 38119
Telephone: (901) 766-4306
Facsimile: (901) 767-7411
kim.hodges@ogletreepeakins.com

Ashley P. Cuttino (*admitted Pro Hac Vice*)

OGLETREE, DEAKINS, NASH,
SMOAK & STEWART, P.C.
300 N. Main Street, Suite 500
Greenville, SC 29601
Telephone: (864) 2713-1300
Facsimile: (864) 235-8806
ashley.cuttino@ogletree.com

Counsel for Defendant Varsity Spirit, LLC

Columbia, South Carolina 29206
Phone: (803) 252-4800
Email: bsellers@stromlaw.com
petestrom@stromlaw.com
mpacella@stromlaw.com
awillbanks@stromlaw.com
jfickling@stromlaw.com
abenevento@stromlaw.com
**Admitted Pro Hac Vice*

Attorneys for Plaintiffs

/s/ Brendan P. Gaffney

Edward L. Stanton III (TN Bar #018904)
Butler Snow LLP
6075 Poplar Avenue, Suite 500
Memphis, Tennessee 38119
Telephone: (901) 680-7336
Facsimile: (901) 680-7201
Email: Edward.Stanton@butlersnow.com

Paul E. Coggins (TX Bar #04504700)
Brendan P Gaffney (TX Bar #24074239)
Katherine S. Wright (TX Bar #24095732)
Locke Lord LLP
2200 Ross Avenue, Suite 2800
Dallas, TX 75201
Telephone: (214) 740-8000
Facsimile: (214) 756-8000
Email: pcoggins@lockelord.com
Email: bgaffney@lockelord.com
Email: Katie.wright@lockelord.com

Attorneys for Jeff Webb

s/ J. Paul Brewer

MCANGUS GOODELOCK & COURIE
J. PAUL BREWER, 025289
OLIVIA PARK, 037006
Post Office Box 2949
120 Brentwood Commons Way, Suite 625
Brentwood, Tennessee 37024
Phone: (615) 499-7279
Facsimile: (615) 523-1496
Email: paul.brewer@mgclaw.com

s/ Shea Sisk Wellford

Shea Sisk Wellford
MARTIN, TATE, MORROW &
MARSTON, P.C.
International Place, Tower II
6410 Poplar Ave., Suite 1000
Memphis, TN 38119
Tele: 901-552-9000
sheawellford@martintate.com

Rob Jones
ROPES & GRAY LLP
Prudential Tower
8000 Boylston Street
Boston MA 02199
617-951-7000
Robert.Jones@ropesgray.com

Helen Gugel
Leon Kotlyar
ROPES & GRAY LLP
1211 Avenue of the Americas
New York, NY 10036
212-596-9000
Helen.Gugel@ropesgray.com
Leon.Kotlyar@ropesgray.com

*Counsel for Varsity Brands, LLC and
Varsity Brands Holding Company, Inc.*

s/ Clarence A. Wilbon

Clarence A. Wilbon (BPR No. 023378)
ADAMS AND REESE LLP
6075 Poplar Ave. Suite 700
Memphis, TN 38119
Telephone: 901-524-5324
Facsimile: 901-524-5414
clarence.wilbon@arlaw.com

Scott A. Edelman
Katherine Kelly Fell
MILBANK LLP
55 Hudson Yards
New York, NY 10001
Telephone: 212-530-5000

Email: Olivia.park@mgclaw.com

*Attorney for USA Federation of
Sport Cheering d/b/a USA Cheer*

/s/Ronna D. Kinsella

Robert A. Cox
Ronna D. Kinsella
Glassman, Wyatt, Tuttle & Cox, PC
26 N. Second Street
Memphis TN 38103
901-527-2133
rcox@gwtclaw.com
rkinsella@gwtclaw.com

*Counsel for Gym & Studio Ops, LLC d/b/a
Premier Athletics and Susan Traylor*

/s/ Sarah R. Smith

Seth Friedman
Tennessee BPR No: 030581
Lewis Brisbois Bisgaard & Smith, LLP
600 Peachtree St. NE, Suite 4700
Atlanta, GA 30308
Phone: 404-348-8585
Fax: 404-467-8845
Seth.Friedman@lewisbrisbois.com
Amina.Salih@lewisbrisbois.com

Sarah R. Smith, Esq.
Texas Bar No: 24056346
Lewis Brisbois Bisgaard & Smith, LLP
24 Greenway Plaza, Suite 1400
Houston, Texas 77046
Phone: 832-460-4622
Fax: 713-759-6830
Sarah.Smith@lewisbrisbois.com
Ronnette.VanHoose@lewisbrisbois.com

*Counsel for U.S. All Star Federation, Inc.
d/b/a U.S. All Star Federation*

Facsimile: 212-530-5219
sedelman@milbank.com
kfell@milbank.com

*Counsel for Charlesbank Capital
Partners, LP*

s/ Jonathan P. Lakey

Jonathan P. Lakey
QUINN EMANUEL URQUHART &
SULLIVAN, LLP
Diane M. Doolittle
555 Twin Dolphin Drive, 5th Floor
Redwood Shores, CA 94065
650-801-5000
dianedoolittle@quinnmanuel.com

Manisha Sheth
Kathryn Bonacorsi
51 Madison Avenue, 22nd Floor
New York, NY 10010
212-5849-7000
manishasheth@quinnmanuel.com
kathrynbонакорис@quinnmanuel.com

BURCH, PORTER & JOHNSON PLLC
Nathan A. Bicks
Jonathan P. Lakey
Tanner G. Gibson
130 North Court Ave.
Memphis TN 38103
901-524-5152
nbicks@bpjlaw.com
jlakey@bpjlaw.com
tgibson@pjblaw.com

Counsel for Bain Capital, LP

CERTIFICATE OF SERVICE

I hereby certify that on this 1st day of April, 2024, I electronically filed the foregoing with the Clerk of Court by electronic means via the Court's ECF filing system, which will provide notice of this filing to all counsel of record in this case.

s/ M. Kimberly Hodges
M. Kimberly Hodges (TN Bar No. 020809)

Counsel for Defendant Varsity Spirit, LLC